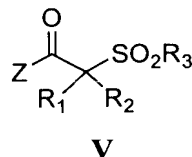


Please amend claims 1 and 15 to read as follows:

1. A method of preparing alpha-sulfonyl derivatives of the formula V:



wherein Z is H, OH, -NYOX, -OR<sub>5</sub> or -NR<sub>5</sub>R<sub>6</sub>;

X is hydrogen, alkyl of 1-6 carbon atoms, benzyl, hydroxyethyl, t-butyldimethylsilyl, trimethylsilyl or tetrahydropyranyl;

Y is hydrogen, alkyl of 1-6 carbon atoms, aryl of 6 to 10 carbon atoms, 5-10 membered heteroaryl having 1-3 heteroatoms selected from N, NR<sub>4</sub>, O and S, cycloalkyl of 3-6 carbon atoms, 5-10 membered cycloheteroalkyl; wherein said alkyl, aryl, heteroaryl, cycloalkyl and cycloheteroalkyl group of Y is optionally substituted on any atom capable of substitution, with 1 to 3 substituents selected from the group consisting of halogen, alkyl of 1-6 carbon atoms; alkenyl of 2-6 carbon atoms having from 1 to 3 double bonds; alkynyl of 2-6 carbon atoms having from 1 to 3 triple bonds, cycloalkyl of 3-6 carbon atoms, -OR<sub>5</sub>, =O, -CN, -COR<sub>5</sub>, perfluoroalkyl of 1-4 carbon atoms, -O-perfluoroalkyl of 1-4 carbon atoms, -CONR<sub>5</sub>R<sub>6</sub>, -S(O)<sub>n</sub>R<sub>5</sub>, -OPO(OR<sub>5</sub>)OR<sub>6</sub>, -PO(OR<sub>5</sub>)R<sub>6</sub>, -OC(O)OR<sub>5</sub>, -OR<sub>5</sub>NR<sub>5</sub>R<sub>6</sub>, -OC(O)NR<sub>5</sub>R<sub>6</sub>, -C(O)NR<sub>5</sub>OR<sub>6</sub>, -COOR<sub>5</sub>, -SO<sub>3</sub>H, -NR<sub>5</sub>R<sub>6</sub>, -N[(CH<sub>2</sub>)<sub>2</sub>]<sub>2</sub>NR<sub>5</sub>, -NR<sub>5</sub>COR<sub>6</sub>, -NR<sub>5</sub>COOR<sub>6</sub>, SO<sub>2</sub>NR<sub>5</sub>R<sub>6</sub>, -NO<sub>2</sub>, -N(R<sub>5</sub>)SO<sub>2</sub>R<sub>6</sub>, -NR<sub>5</sub>CONR<sub>5</sub>R<sub>6</sub>, -NR<sub>5</sub>C(=NR<sub>6</sub>)NR<sub>5</sub>R<sub>6</sub>, -NR<sub>5</sub>C(=NR<sub>6</sub>)N(SO<sub>2</sub>R<sub>5</sub>)R<sub>6</sub>, -NR<sub>5</sub>C(=NR<sub>6</sub>)N(C=OR<sub>5</sub>)R<sub>6</sub>, -tetrazol-5-yl, -SO<sub>2</sub>NHCN, -SO<sub>2</sub>NHCONR<sub>5</sub>R<sub>6</sub>, phenyl, heteroaryl and 5-10 membered cycloheteroalkyl;

R<sub>1</sub> and R<sub>2</sub> are each, independently, aryl of 6 to 10 carbon atoms; 5-10 membered heteroaryl having 1-3 heteroatoms selected from N, NR<sub>4</sub>, O and S; 5-10 membered cycloheteroalkyl; or R<sub>1</sub> and R<sub>2</sub> taken together with the carbon atom to which they are attached form a 5-10 membered cycloheteroalkyl ring; and wherein the aryl, heteroaryl, or cycloheteroalkyl, may be optionally substituted on any atom capable of substitution with from 1 to 3 substituents selected from halogen, alkyl of 1-6 carbon atoms; alkenyl of 2-6 carbon atoms having from 1

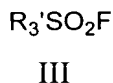
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to 3 double bonds; alkynyl of 2-6 carbon atoms having from 1 to 3 triple bonds, cycloalkyl of 3-6 carbon atoms, -OR<sub>5</sub>, =O, -CN, -COR<sub>5</sub>, perfluoroalkyl of 1-4 carbon atoms, -O-perfluoroalkyl of 1-4 carbon atoms, -CONR<sub>5</sub>R<sub>6</sub>, -S(O)<sub>n</sub>R<sub>5</sub>, -OPO(OR<sub>5</sub>)OR<sub>6</sub>, -PO(OR<sub>5</sub>)R<sub>6</sub>, -OC(O)OR<sub>5</sub>, -OR<sub>5</sub>NR<sub>5</sub>R<sub>6</sub>, -OC(O)NR<sub>5</sub>R<sub>6</sub>, -C(O)NR<sub>5</sub>OR<sub>6</sub>, -COOR<sub>5</sub>, -SO<sub>3</sub>H, -NR<sub>5</sub>R<sub>6</sub>, -N[(CH<sub>2</sub>)<sub>2</sub>]<sub>2</sub>NR<sub>5</sub>, -NR<sub>5</sub>COR<sub>6</sub>, -NR<sub>5</sub>COOR<sub>6</sub>, SO<sub>2</sub>NR<sub>5</sub>R<sub>6</sub>, -NO<sub>2</sub>, -N(R<sub>5</sub>)SO<sub>2</sub>R<sub>6</sub>, -NR<sub>5</sub>CONR<sub>5</sub>R<sub>6</sub>, -NR<sub>5</sub>C(=NR<sub>6</sub>)NR<sub>5</sub>R<sub>6</sub>, -NR<sub>5</sub>C(=NR<sub>6</sub>)N(SO<sub>2</sub>R<sub>5</sub>)R<sub>6</sub>, -NR<sub>5</sub>C(=NR<sub>6</sub>)N(C=OR<sub>5</sub>)R<sub>6</sub>, -tetrazol-5-yl, -SO<sub>2</sub>NHCN, -SO<sub>2</sub>NHCONR<sub>5</sub>R<sub>6</sub>, phenyl, heteroaryl and 5-10 membered cycloheteroalkyl;

R<sub>3</sub> is alkyl of 1-18 carbon atoms, alkenyl of 2-18 carbon atoms having 1 to 3 double bonds, alkynyl of 2-18 carbon atoms having from 1 to 3 triple bonds, cycloalkyl of 3-6 carbon atoms, 5-10 membered cycloheteroalkyl, aryl of 6 to 10 carbon atoms, 5-6 membered heteroaryl having 1-3 heteroatoms selected from N, NR<sub>4</sub>, O, and S; wherein said alkyl, alkenyl, alkynyl, cycloalkyl, cycloheteroalkyl, aryl and heteroaryl of R<sub>3</sub> may optionally be substituted on any atom capable of substitution with from 1 to 3 substituents selected from halogen, alkyl of 1-6 carbon atoms; alkenyl of 2-6 carbon atoms having from 1 to 3 double bonds; alkynyl of 2-6 carbon atoms having from 1 to 3 triple bonds, cycloalkyl of 3-6 carbon atoms, -OR<sub>5</sub>, =O, -CN, -COR<sub>5</sub>, perfluoroalkyl of 1-4 carbon atoms, -O-perfluoroalkyl of 1-4 carbon atoms, -CONR<sub>5</sub>R<sub>6</sub>, -S(O)<sub>n</sub>R<sub>5</sub>, -OPO(OR<sub>5</sub>)OR<sub>6</sub>, -PO(OR<sub>5</sub>)R<sub>6</sub>, -OC(O)OR<sub>5</sub>, -OR<sub>5</sub>NR<sub>5</sub>R<sub>6</sub>, -OC(O)NR<sub>5</sub>R<sub>6</sub>, -C(O)NR<sub>5</sub>OR<sub>6</sub>, -COOR<sub>5</sub>, -SO<sub>3</sub>H, -NR<sub>5</sub>R<sub>6</sub>, -N[(CH<sub>2</sub>)<sub>2</sub>]<sub>2</sub>NR<sub>5</sub>, -NR<sub>5</sub>COR<sub>6</sub>, -NR<sub>5</sub>COOR<sub>6</sub>, SO<sub>2</sub>NR<sub>5</sub>R<sub>6</sub>, -NO<sub>2</sub>, -N(R<sub>5</sub>)SO<sub>2</sub>R<sub>6</sub>, -NR<sub>5</sub>CONR<sub>5</sub>R<sub>6</sub>, -NR<sub>5</sub>C(=NR<sub>6</sub>)NR<sub>5</sub>R<sub>6</sub>, -NR<sub>5</sub>C(=NR<sub>6</sub>)N(SO<sub>2</sub>R<sub>5</sub>)R<sub>6</sub>, -NR<sub>5</sub>C(=NR<sub>6</sub>)N(C=OR<sub>5</sub>)R<sub>6</sub>, -tetrazol-5-yl, -SO<sub>2</sub>NHCN, -SO<sub>2</sub>NHCONR<sub>5</sub>R<sub>6</sub>, phenyl, heteroaryl and 5-10 membered cycloheteroalkyl;

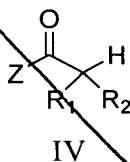
R<sub>4</sub> is hydrogen; aryl; aralkyl, heteroaryl; heteroaralkyl, alkyl of 1-6 carbon atoms; cycloalkyl of 3-6 carbon atoms; -C(O)<sub>n</sub>R<sub>5</sub>, -CONR<sub>5</sub>R<sub>6</sub> or SO<sub>2</sub>R<sub>5</sub>;

R<sub>5</sub> and R<sub>6</sub> are each independently hydrogen, optionally substituted aryl; 4-8 membered heteroaryl having 1-3 heteroatoms selected from N, NR<sub>4</sub>, O and S; cycloalkyl of 3-6 carbon atoms; 5-10 membered cycloheteroalkyl; alkyl of 1-18 carbon atoms; alkenyl of 2-18 carbon atoms or alkynyl of 2-18 carbon atoms; or R<sub>5</sub> and R<sub>6</sub> taken together with the nitrogen atom to which they are attached may form a 5-10 membered cycloheteroalkyl ring; and

n is 1 or 2; or a pharmaceutical salt thereof,  
which comprises reacting a sulfonyl fluoride of the formula III



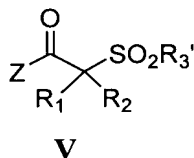
wherein  $\text{R}_3'$  is as hereinabove defined for  $\text{R}_3$  with the proviso that  $\text{R}_3'$  does not contain a group that can form an anion under basic conditions; with a carbonyl compound of the formula IV:



wherein Z is H, OH, YNOX,  $-\text{NR}_5\text{R}_6$  or  $\text{OR}_5$ , and X, Y,  $\text{R}_1$ ,  $\text{R}_2$ ,  $\text{R}_5$ , and  $\text{R}_6$  are as hereinabove defined; in the presence of a metal hydride or amide base in an ether organic solvent at temperatures from about  $-78^\circ\text{C}$  to about  $30^\circ\text{C}$  to produce an alpha-sulfonyl carbonyl compound of formula V;

any reactive substituent group(s) being protected during the reaction and removed thereafter ;  
and further if desired isolating any chiral or stereoisomeric product as an individual isomer.

15. A method of preparing alpha-sulfonyl derivatives of the formula V:



wherein wherein Z is H, OH,  $-\text{NYOX}$ ,  $-\text{OR}_5$  or  $-\text{NR}_5\text{R}_6$ ;

$\text{R}_1$  and  $\text{R}_2$  are each, independently, aryl of 6 to 10 carbon atoms; 5-10 membered heteroaryl having 1-3 heteroatoms selected from N,  $\text{NR}_4$ , O and S; 5-10 membered cycloheteroalkyl; or  $\text{R}_1$  and  $\text{R}_2$  taken together with the carbon atom to which they are attached form a 5-10 membered cycloheteroalkyl ring; and wherein the aryl, heteroaryl, or cycloheteroalkyl, may be optionally substituted on any atom capable of substitution with from 1 to 3 substituents selected from halogen, alkyl of 1-6 carbon atoms; alkenyl of 2-6 carbon atoms having from 1

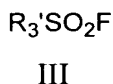
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to 3 double bonds; alkynyl of 2-6 carbon atoms having from 1 to 3 triple bonds, cycloalkyl of 3-6 carbon atoms, -OR<sub>5</sub>, =O, -CN, -COR<sub>5</sub>, perfluoroalkyl of 1-4 carbon atoms, -O-perfluoroalkyl of 1-4 carbon atoms, -CONR<sub>5</sub>R<sub>6</sub>, -S(O)<sub>n</sub>R<sub>5</sub>, -OPO(OR<sub>5</sub>)OR<sub>6</sub>, -PO(OR<sub>5</sub>)R<sub>6</sub>, -OC(O)OR<sub>5</sub>, -OR<sub>5</sub>NR<sub>5</sub>R<sub>6</sub>, -OC(O)NR<sub>5</sub>R<sub>6</sub>, -C(O)NR<sub>5</sub>OR<sub>6</sub>, -COOR<sub>5</sub>, -SO<sub>3</sub>H, -NR<sub>5</sub>R<sub>6</sub>, -N[(CH<sub>2</sub>)<sub>2</sub>]<sub>2</sub>NR<sub>5</sub>, -NR<sub>5</sub>COR<sub>6</sub>, -NR<sub>5</sub>COOR<sub>6</sub>, SO<sub>2</sub>NR<sub>5</sub>R<sub>6</sub>, -NO<sub>2</sub>, -N(R<sub>5</sub>)SO<sub>2</sub>R<sub>6</sub>, -NR<sub>5</sub>CONR<sub>5</sub>R<sub>6</sub>, -NR<sub>5</sub>C(=NR<sub>6</sub>)NR<sub>5</sub>R<sub>6</sub>, -NR<sub>5</sub>C(=NR<sub>6</sub>)N(SO<sub>2</sub>R<sub>5</sub>)R<sub>6</sub>, -NR<sub>5</sub>C(=NR<sub>6</sub>)N(C=OR<sub>5</sub>)R<sub>6</sub>, -tetrazol-5-yl, -SO<sub>2</sub>NHCN, -SO<sub>2</sub>NHCONR<sub>5</sub>R<sub>6</sub>, phenyl, heteroaryl and 5-10 membered cycloheteroalkyl;

R<sub>3</sub>' is alkyl of 1-18 carbon atoms, alkenyl of 2-18 carbon atoms having 1 to 3 double bonds, alkynyl of 2-18 carbon atoms having from 1 to 3 triple bonds, cycloalkyl of 3-6 carbon atoms, 5-10 membered cycloheteroalkyl, aryl of 6 to 10 carbon atoms, 5-6 membered heteroaryl having 1-3 heteroatoms selected from N, NR<sub>4</sub>, O, and S; wherein said alkyl, alkenyl, alkynyl, cycloalkyl, cycloheteroalkyl, aryl and heteroaryl of R<sub>3</sub> may optionally be substituted on any atom capable of substitution with from 1 to 3 substituents selected from halogen, alkyl of 1-6 carbon atoms; alkenyl of 2-6 carbon atoms having from 1 to 3 double bonds; alkynyl of 2-6 carbon atoms having from 1 to 3 triple bonds, cycloalkyl of 3-6 carbon atoms, -OR<sub>5</sub>, =O, -CN, -COR<sub>5</sub>, perfluoroalkyl of 1-4 carbon atoms, -O-perfluoroalkyl of 1-4 carbon atoms, -CONR<sub>5</sub>R<sub>6</sub>, -S(O)<sub>n</sub>R<sub>5</sub>, -OPO(OR<sub>5</sub>)OR<sub>6</sub>, -PO(OR<sub>5</sub>)R<sub>6</sub>, -OC(O)OR<sub>5</sub>, -OR<sub>5</sub>NR<sub>5</sub>R<sub>6</sub>, -OC(O)NR<sub>5</sub>R<sub>6</sub>, -C(O)NR<sub>5</sub>OR<sub>6</sub>, -COOR<sub>5</sub>, -SO<sub>3</sub>H, -NR<sub>5</sub>R<sub>6</sub>, -N[(CH<sub>2</sub>)<sub>2</sub>]<sub>2</sub>NR<sub>5</sub>, -NR<sub>5</sub>COR<sub>6</sub>, -NR<sub>5</sub>COOR<sub>6</sub>, SO<sub>2</sub>NR<sub>5</sub>R<sub>6</sub>, -NO<sub>2</sub>, -N(R<sub>5</sub>)SO<sub>2</sub>R<sub>6</sub>, -NR<sub>5</sub>CONR<sub>5</sub>R<sub>6</sub>, -NR<sub>5</sub>C(=NR<sub>6</sub>)NR<sub>5</sub>R<sub>6</sub>, -NR<sub>5</sub>C(=NR<sub>6</sub>)N(SO<sub>2</sub>R<sub>5</sub>)R<sub>6</sub>, -NR<sub>5</sub>C(=NR<sub>6</sub>)N(C=OR<sub>5</sub>)R<sub>6</sub>, -tetrazol-5-yl, -SO<sub>2</sub>NHCN, -SO<sub>2</sub>NHCONR<sub>5</sub>R<sub>6</sub>, phenyl, heteroaryl and 5-10 membered cycloheteroalkyl; provided that R<sub>3</sub>' does not contain a group that can form an anion under basic conditions;

or a pharmaceutically acceptable salt thereof, which comprises the steps of:

a) reacting a sulfonyl fluoride of formula III:



wherein R<sub>3</sub>' is as defined in claim 1; with an enol ether of formula VIII: